

Abstract

Name: A governing body acting beyond its powers

Recodification of civil law has changed the way in which business corporations have been acting. Governing body members are currently representing trade corporation as its representatives. This shift, which is that governing body members became the representatives of business corporations opened the possibility of discussion about the nature of authorization of governing body to act on behalf of the trade corporation and about the possibility of acting beyond its powers.

My thesis was called "A governing body acting beyond its powers". I used as a base for this work the wide authorization that governing body possesses in acting on behalf of the trade corporation and its possible limitations by law.

Besides governing body acting beyond its powers I focused in this work on two other types of acts that although they are done within its competence, aren't done in accordance with the law and the partnership agreement.

Work has been divided into three main chapters. In the chapter about governing body acting beyond its powers I examined the possibility of governing body to act beyond its powers in relation to limitation of authorization that governing body possesses in acting on behalf of the trade corporation and the applicable law.

Another chapter was devoted to internal limitation of authorization that governing body. This chapter was divided into three subchapters first was about internal limitation of authorization members of governing body, second about act that haven't been authorized by the supreme body of a business corporation and the third was about a joint acting of members of governing body and general proxy holder.

The next chapter has been about not holding the proper form of acts on behalf of trade corporation and this topic in relation to employees.

The outcome of this work is that in specific cases where the law restricts, but not completely emptied authorized representative of the statutory body is acting beyond its powers possible for members of governing body. Judicature of courts of higher degrees devoted to this topic in recent years, interpreted the provisions of law rather restrictively, which I do not consider most appropriate.